



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

ENTERED
06/14/2017

In re:	)	Chapter 11
GENON ENERGY, INC.,	)	Case No. 17-33695
Debtor.)	
<u>Tax I.D. No. 76-0655566</u>)	
In re:	)	Chapter 11
GENON AMERICAS GENERATION, LLC,	)	Case No. 17-33696
Debtor.)	
<u>Tax I.D. No. 51-0390520</u>)	
In re:	)	Chapter 11
GENON AMERICAS PROCUREMENT, INC.,	)	Case No. 17-33694
Debtor.)	
<u>Tax I.D. No. 58-2588980</u>)	
In re:	)	Chapter 11
GENON ASSET MANAGEMENT, LLC,	)	Case No. 17-33697
Debtor.)	
<u>Tax I.D. No. 46-0471966</u>)	
In re:	)	Chapter 11
GENON CAPITAL INC.,	)	Case No. 17-33698
Debtor.)	
<u>Tax I.D. No. 51-0410053</u>)	

In re:	)	Chapter 11
GENON ENERGY HOLDINGS, INC.,	)	Case No. 17-33699
Debtor.)	
<u>Tax I.D. No. 20-3538156</u>)	
In re:	)	Chapter 11
GENON ENERGY MANAGEMENT, LLC,	)	Case No. 17-33700
Debtor.)	
<u>Tax I.D. No. 52-2321163</u>)	
In re:	)	Chapter 11
GENON ENERGY SERVICES, LLC,	)	Case No. 17-33701
Debtor.)	
<u>Tax I.D. No. 56-2368220</u>)	
In re:	)	Chapter 11
GENON FUND 2001 LLC,	)	Case No. 17-33702
Debtor.)	
<u>Tax I.D. No. 22-3850936</u>)	
In re:	)	Chapter 11
GENON MID-ATLANTIC DEVELOPMENT, LLC,	)	Case No. 17-33703
Debtor.)	
<u>Tax I.D. No. 58-2619458</u>)	

In re:	)	Chapter 11
GENON POWER OPERATING SERVICES	)	Case No. 17-33704
MIDWEST, INC.,)	
Debtor.)	
<u>Tax I.D. No. 52-2203718</u>)	
In re:	)	Chapter 11
GENON SPECIAL PROCUREMENT, INC.,	)	Case No. 17-33705
Debtor.)	
<u>Tax I.D. No. 58-2628316</u>)	
In re:	)	Chapter 11
HUDSON VALLEY GAS CORPORATION,	)	Case No. 17-33706
Debtor.)	
<u>Tax I.D. No. 13-4133279</u>)	
In re:	)	Chapter 11
MIRANT ASIA-PACIFIC VENTURES, LLC,	)	Case No. 17-33707
Debtor.)	
<u>Tax I.D. No. 58-2271770</u>)	
In re:	)	Chapter 11
MIRANT INTELLECTUAL ASSET	)	Case No. 17-33708
MANAGEMENT AND MARKETING, LLC,)	
Debtor.)	
<u>Tax I.D. No. 01-0713248</u>)	

In re:	)	Chapter 11
MIRANT INTERNATIONAL INVESTMENTS, INC.,	)	Case No. 17-33709
Debtor.)	
<u>Tax I.D. No. 58-2221577</u>)	
In re:	)	Chapter 11
MIRANT NEW YORK SERVICES, LLC,	)	Case No. 17-33710
Debtor.)	
<u>Tax I.D. No. (N/A)</u>)	
In re:	)	Chapter 11
MIRANT POWER PURCHASE, LLC,	)	Case No. 17-33711
Debtor.)	
<u>Tax I.D. No. 90-0008747</u>)	
In re:	)	Chapter 11
MIRANT WRIGHTSVILLE INVESTMENTS, INC.	)	Case No. 17-33712
Debtor.)	
<u>Tax I.D. No. 58-2565073</u>)	
In re:	)	Chapter 11
MIRANT WRIGHTSVILLE MANAGEMENT, INC.	)	Case No. 17-33713
Debtor.)	
<u>Tax I.D. No. 58-2565102</u>)	

In re:	)	Chapter 11
MNA FINANCE CORP.,	)	Case No. 17-33714
Debtor.)	
<u>Tax I.D. No. 20-3958481</u>)	
)	
In re:	)	Chapter 11
NRG AMERICAS, INC.,	)	Case No. 17-33715
Debtor.)	
<u>Tax I.D. No. 58-2042323</u>)	
)	
In re:	)	Chapter 11
NRG BOWLINE LLC,	)	Case No. 17-33716
Debtor.)	
<u>Tax I.D. No. 58-2439347</u>)	
)	
In re:	)	Chapter 11
NRG CALIFORNIA NORTH LLC,	)	Case No. 17-33717
Debtor.)	
<u>Tax I.D. No. 58-2439965</u>)	
)	
In re:	)	Chapter 11
NRG CALIFORNIA SOUTH GP LLC,	)	Case No. 17-33718
Debtor.)	
<u>Tax I.D. No. 27-4426730</u>)	

In re:	)	Chapter 11
NRG CALIFORNIA SOUTH LP,	)	Case No. 17-33719
Debtor.)	
<u>Tax I.D. No. 27-4427014</u>)	
In re:	)	Chapter 11
NRG CANAL LLC,	)	Case No. 17-33720
Debtor.)	
<u>Tax I.D. No. 58-2415569</u>)	
In re:	)	Chapter 11
NRG DELTA LLC,	)	Case No. 17-33721
Debtor.)	
<u>Tax I.D. No. 58-2441669</u>)	
In re:	)	Chapter 11
NRG FLORIDA GP, LLC,	)	Case No. 17-33722
Debtor.)	
<u>Tax I.D. No. 27-4426639</u>)	
In re:	)	Chapter 11
NRG FLORIDA LP,	)	Case No. 17-33723
Debtor.)	
<u>Tax I.D. No. 74-2931711</u>)	

In re:	)	Chapter 11
NRG LOVETT DEVELOPMENT I LLC,	)	Case No. 17-33724
Debtor.)	
<u>Tax I.D. No. 35-2486327</u>)	
In re:	)	Chapter 11
NRG LOVETT LLC,	)	Case No. 17-33725
Debtor.)	
<u>Tax I.D. No. 58-2439345</u>)	
In re:	)	Chapter 11
NRG NEW YORK LLC,	)	Case No. 17-33726
Debtor.)	
<u>Tax I.D. No. 26-0870144</u>)	
In re:	)	Chapter 11
NRG NORTH AMERICA LLC,	)	Case No. 17-33727
Debtor.)	
<u>Tax I.D. No. 20-4514609</u>)	
In re:	)	Chapter 11
NRG NORTHEAST GENERATION, INC.,	)	Case No. 17-33728
Debtor.)	
<u>Tax I.D. No. 76-0639817</u>)	

<u>In re: NRG NORTHEAST HOLDINGS, INC., Debtor.</u>	)	Chapter 11
	)	Case No. 17-33759
<u>Tax I.D. No. 51-0399148</u>)	
)	
<u>In re: NRG POTRERO LLC, Debtor.</u>	)	Chapter 11
	)	Case No. 17-33729
)	
<u>Tax I.D. No. 58-2441671</u>)	
)	
<u>In re: NRG POWER GENERATION ASSETS LLC, Debtor.</u>	)	Chapter 11
	)	Case No. 17-33730
)	
<u>Tax I.D. No. 27-4426390</u>)	
)	
<u>In re: NRG POWER GENERATION LLC, Debtor.</u>	)	Chapter 11
	)	Case No. 17-33731
)	
<u>Tax I.D. No. 27-4426207</u>)	
)	
<u>In re: NRG POWER MIDWEST GP LLC, Debtor.</u>	)	Chapter 11
	)	Case No. 17-33732
)	
<u>Tax I.D. No. 27-4426833</u>)	

In re:	)	Chapter 11
NRG POWER MIDWEST LP,	)	Case No. 17-33733
Debtor.)	
<u>Tax I.D. No. 52-2201498</u>)	
In re:	)	Chapter 11
NRG SABINE (DELAWARE), INC.,	)	Case No. 17-33734
Debtor.)	
<u>Tax I.D. No. 52-2067701</u>)	
In re:	)	Chapter 11
NRG SABINE (TEXAS), INC.,	)	Case No. 17-33735
Debtor.)	
<u>Tax I.D. No. 76-0555452</u>)	
In re:	)	Chapter 11
NRG SAN GABRIEL POWER GENERATION	)	Case No. 17-33736
LLC,)	
Debtor.)	
<u>Tax I.D. No. 38-3770370</u>)	
In re:	)	Chapter 11
NRG TANK FARM LLC,	)	Case No. 17-33737
Debtor.)	
<u>Tax I.D. No. 26-1805302</u>)	

In re:	)	Chapter 11
NRG WHOLESALE GENERATION GP LLC,	)	Case No. 17-33738
Debtor.)	
<u>Tax I.D. No. 27-4426495</u>)	
In re:	)	Chapter 11
NRG WHOLESALE GENERATION LP,	)	Case No. 17-33739
Debtor.)	
<u>Tax I.D. No. 20-1253947</u>)	
In re:	)	Chapter 11
NRG WILLOW PASS LLC,	)	Case No. 17-33740
Debtor.)	
<u>Tax I.D. No. 26-2791987</u>)	
In re:	)	Chapter 11
ORION POWER NEW YORK GP, INC.,	)	Case No. 17-33741
Debtor.)	
<u>Tax I.D. No. 52-2124975</u>)	
In re:	)	Chapter 11
ORION POWER NEW YORK LP, LLC,	)	Case No. 17-33742
Debtor.)	
<u>Tax I.D. No. 52-2124976</u>)	

In re:	)	Chapter 11
ORION POWER NEW YORK, L.P.,	)	Case No. 17-33743
Debtor.)	
<u>Tax I.D. No. 52-2179521</u>)	
In re:	)	Chapter 11
RRI ENERGY BROADBAND, INC.,	)	Case No. 17-33744
Debtor.)	
<u>Tax I.D. No. 76-0655569</u>)	
In re:	)	Chapter 11
RRI ENERGY CHANNELVIEW (DELAWARE) LLC,	)	Case No. 17-33745
Debtor.)	
<u>Tax I.D. No. 52-2189717</u>)	
In re:	)	Chapter 11
RRI ENERGY CHANNELVIEW (TEXAS) LLC,	)	Case No. 17-33746
Debtor.)	
<u>Tax I.D. No. 76-0615622</u>)	
In re:	)	Chapter 11
RRI ENERGY CHANNELVIEW LP,	)	Case No. 17-33747
Debtor.)	
<u>Tax I.D. No. 76-0615623</u>)	

<u>In re: RRI ENERGY COMMUNICATIONS, INC., Debtor.</u>	)	Chapter 11
	)	Case No. 17-33693
<u>Tax I.D. No. 76-0616444</u>)	
)	
<u>In re: RRI ENERGY SERVICES CHANNELVIEW LLC</u>	)	Chapter 11
	)	Case No. 17-33748
)	
<u>Debtor.</u>)	
)	
<u>Tax I.D. No. 76-0615620</u>)	
)	
<u>In re: RRI ENERGY SERVICES DESERT BASIN, LLC,</u>	)	Chapter 11
	)	Case No. 17-33749
)	
<u>Debtor.</u>)	
)	
<u>Tax I.D. No. 76-0625991</u>)	
)	
<u>In re: RRI ENERGY SERVICES, LLC,</u>	)	Chapter 11
	)	Case No. 17-33750
)	
<u>Debtor.</u>)	
)	
<u>Tax I.D. No. 72-1183055</u>)	
)	
<u>In re: RRI ENERGY SOLUTIONS EAST, LLC,</u>	)	Chapter 11
	)	Case No. 17-33751
)	
<u>Debtor.</u>)	
)	
<u>Tax I.D. No. 46-0471978</u>)	

In re:	)	Chapter 11
)	
RRI ENERGY TRADING EXCHANGE, INC.,	)	Case No. 17-33752
)	
Debtor.)	
)	
Tax I.D. No. 76-0642320)	
)	
In re:	)	Chapter 11
)	
RRI ENERGY VENTURES, INC.,	)	Case No. 17-33753
)	
Debtor.)	
)	
Tax I.D. No. 76-0387091)	

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF
RELATED CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**
(Docket No. 2)

Upon the motion (the “Motion”)¹ of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) (a) directing the joint administration of the Debtors’ chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth in this Order.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 17-33695 (DRJ). Additionally, the following checked items are ordered:
 - a. One disclosure statement and plan of reorganization may be filed for all of the cases by any plan proponent.
 - b. Parties may request joint hearings on matters pending in any of the jointly administered cases.
 - c. Other: See below.
3. The caption of the jointly administered cases should read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)
)
)
GENON ENERGY, INC., <i>et al.</i> ¹)
)
Debtors.)
)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number, are: GenOn Energy, Inc. (5566); GenOn Americas Generation, LLC (0520); GenOn Americas Procurement, Inc. (8980); GenOn Asset Management, LLC (1966); GenOn Capital Inc. (0053); GenOn Energy Holdings, Inc. (8156); GenOn Energy Management, LLC (1163); GenOn Energy Services, LLC (8220); GenOn Fund 2001 LLC (0936); GenOn Mid-Atlantic Development, LLC (9458); GenOn Power Operating Services MidWest, Inc. (3718); GenOn Special Procurement, Inc. (8316); Hudson Valley Gas Corporation (3279);

Mirant Asia-Pacific Ventures, LLC (1770); Mirant Intellectual Asset Management and Marketing, LLC (3248); Mirant International Investments, Inc. (1577); Mirant New York Services, LLC (N/A); Mirant Power Purchase, LLC (8747); Mirant Wrightsville Investments, Inc. (5073); Mirant Wrightsville Management, Inc. (5102); MNA Finance Corp. (8481); NRG Americas, Inc. (2323); NRG Bowline LLC (9347); NRG California North LLC (9965); NRG California South GP LLC (6730); NRG California South LP (7014); NRG Canal LLC (5569); NRG Delta LLC (1669); NRG Florida GP, LLC (6639); NRG Florida LP (1711); NRG Lovett Development I LLC (6327); NRG Lovett LLC (9345); NRG New York LLC (0144); NRG North America LLC (4609); NRG Northeast Generation, Inc. (9817); NRG Northeast Holdings, Inc. (9148); NRG Potrero LLC (1671); NRG Power Generation Assets LLC (6390); NRG Power Generation LLC (6207); NRG Power Midwest GP LLC (6833); NRG Power Midwest LP (1498); NRG Sabine (Delaware), Inc. (7701); NRG Sabine (Texas), Inc. (5452); NRG San Gabriel Power Generation LLC (0370); NRG Tank Farm LLC (5302); NRG Wholesale Generation GP LLC (6495); NRG Wholesale Generation LP (3947); NRG Willow Pass LLC (1987); Orion Power New York GP, Inc. (4975); Orion Power New York LP, LLC (4976); Orion Power New York, L.P. (9521); RRI Energy Broadband, Inc. (5569); RRI Energy Channelview (Delaware) LLC (9717); RRI Energy Channelview (Texas) LLC (5622); RRI Energy Channelview LP (5623); RRI Energy Communications, Inc. (6444); RRI Energy Services Channelview LLC (5620); RRI Energy Services Desert Basin, LLC (5991); RRI Energy Services, LLC (3055); RRI Energy Solutions East, LLC (1978); RRI Energy Trading Exchange, Inc. (2320); and RRI Energy Ventures, Inc. (7091). The Debtors' service address is: 804 Carnegie Center, Princeton, New Jersey 08540.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the dockets of each of the Debtors other than GenOn Energy, Inc.:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas directing joint administration of the chapter 11 cases of: GenOn Energy, Inc., Case No. 17-33695; GenOn Americas Generation, LLC, Case No. 17-33696; GenOn Americas Procurement, Inc., Case No. 17-33694; GenOn Asset Management, LLC, Case No. 17-33697; GenOn Capital Inc. Case No. 17-33698; GenOn Energy Holdings, Inc., Case No. 17-33699; GenOn Energy Management, LLC, Case No. 17-33700; GenOn Energy Services, LLC, Case No. 17-33701; GenOn Fund 2001 LLC, Case No. 17-33702; GenOn Mid-Atlantic Development, LLC, Case No. 17-33703; GenOn Power Operating Services MidWest, Inc., Case No. 17-33704; GenOn Special Procurement, Inc., Case No. 17-33705; Hudson Valley Gas Corporation, Case No. 17-33706; Mirant Asia-Pacific Ventures, LLC, Case No. 17-33707; Mirant Intellectual Asset Management and Marketing, LLC, Case No. 17-33708; Mirant International Investments, Inc., Case No. 17-33709; Mirant New York Services, LLC, Case No. 17-33710; Mirant Power Purchase, LLC, Case No. 17-33711; Mirant Wrightsville Investments, Inc., Case No. 17-33712; Mirant Wrightsville Management, Inc., Case No. 17-33713; MNA Finance Corp., Case No. 17-33714; NRG Americas, Inc., Case No. 17-33715; NRG Bowline LLC, Case No. 17-33716; NRG California North LLC, Case No. 17-33717; NRG California South GP LLC, Case No. 17-33718; NRG California South LP, Case No. 17-33719; NRG Canal LLC, Case No. 17-33720; NRG Delta LLC, Case No. 17-33721; NRG Florida GP, LLC, Case No. 17-33722; NRG Florida LP, Case No. 17-33723; NRG Lovett Development I LLC, Case No. 17-33724; NRG Lovett LLC, Case No. 17-33725; NRG New York LLC, Case No. 17-33726; NRG North America LLC, Case No. 17-33727; NRG Northeast Generation, Inc., Case No. 17-33728; NRG Northeast Holdings, Inc., Case No. 17-33759; NRG Potrero LLC, Case No. 17-33729; NRG Power Generation Assets LLC, Case No. 17-33730; NRG Power Generation LLC, Case No. 17-33731; NRG Power Midwest GP LLC, Case No. 17-33732; NRG Power Midwest LP, Case No. 17-33733; NRG Sabine (Delaware), Inc., Case No. 17-33734 NRG Sabine

(Texas), Inc., Case No. 17-33735; NRG San Gabriel Power Generation LLC, Case No. 17-33736; NRG Tank Farm LLC, Case No. 17-33737; NRG Wholesale Generation GP LLC, Case No. 17-33738; NRG Wholesale Generation LP, Case No. 17-33739; NRG Willow Pass LLC, Case No. 17-33740; Orion Power New York GP, Inc., Case No. 17-33741; Orion Power New York LP, LLC, Case No. 17-33742; Orion Power New York, L.P., Case No. 17-33743; RRI Energy Broadband, Inc., Case No. 17-33744; RRI Energy Channelview (Delaware) LLC, Case No. 17-33745; RRI Energy Channelview (Texas) LLC, Case No. 17-33746; RRI Energy Channelview LP, Case No. 17-33747; RRI Energy Communications, Inc., Case No. 17-33693; RRI Energy Services Channelview LLC, Case No. 17-33748; RRI Energy Services Desert Basin, LLC, Case No. 17-33749; RRI Energy Services, LLC, Case No. 17-33750; RRI Energy Solutions East, LLC, Case No. 17-33751; RRI Energy Trading Exchange, Inc., Case No. 17-33752; RRI Energy Ventures, Inc., Case No. 17-33753. **All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 17-33695 (DRJ).**

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Southern District of Texas shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Any party in interest may request joint hearings on matters pending in any of these chapter 11 cases.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

11. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: June 14, 2017.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE